

<b>AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT</b>				1. CONTRACT ID CODE <b>J</b>		PAGE OF PAGES <b>1   8</b>	
2. AMENDMENT/MODIFICATION NO. <b>P00022</b>		3. EFFECTIVE DATE <b>22-Sep-2014</b>		4. REQUISITION/PURCHASE REQ. NO. SEE SCHEDULE		5. PROJECT NO.(If applicable)	
6. ISSUED BY CODE <b>N00039</b>  COMMANDER, SPACE AND NAVAL WARFARE SYSTEMS COMMAND 02 CONTRACTS 4301 PACIFIC HIGHWAY SAN DIEGO CA 92110-3127		7. ADMINISTERED BY (If other than item 6) DCMA BOSTON 495 SUMMER STREET BOSTON MA 02210-2138		CODE <b>S2206A</b>  SCD: C			
8. NAME AND ADDRESS OF CONTRACTOR (No., Street, County, State and Zip Code) HYDROID, INC. 6 BENJAMIN NYE CIR POCASSET MA 02559-4900				9A. AMENDMENT OF SOLICITATION NO.			
				9B. DATED (SEE ITEM 11)			
				X 10A. MOD. OF CONTRACT/ORDER NO. N00039-10-C-0085			
				X 10B. DATED (SEE ITEM 13) 07-Sep-2010			
CODE <b>4Z5A9</b>		FACILITY CODE					
11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS							
<input type="checkbox"/> The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offer <input type="checkbox"/> is extended, <input type="checkbox"/> is not extended. Offer must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended by one of the following methods: (a) By completing Items 8 and 15, and returning _____ copies of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.							
12. ACCOUNTING AND APPROPRIATION DATA (If required) <b>See Schedule</b>							
13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS. IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.							
A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.							
B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(B).							
C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:							
X D. OTHER (Specify type of modification and authority) Mutual Agreement of the Parties							
E. IMPORTANT: Contractor <input type="checkbox"/> is not, <input checked="" type="checkbox"/> is required to sign this document and return <u>  1  </u> copies to the issuing office.							
14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.) Modification Control Number: <b>kurzeja141226</b> The purpose of this modification is as follows: a) Add Attachment 12 – Spares List, dated 19 June 2014 b) Update Section J to reflect the updated attachments c) Update Section G to replace the COR from Joe Groesbeck LT to Debra Quigley d) Add funds to CLIN 3009. See the following pages for further details. All other terms and conditions remain the same.							
Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.							
15A. NAME AND TITLE OF SIGNER (Type or print)				16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) FRED RENZ / CONTRACTING OFFICER TEL: 619-524-3558 EMAIL: frederickrenz@navy.mil			
15B. CONTRACTOR/OFFEROR  _____ (Signature of person authorized to sign)		15C. DATE SIGNED		16B. UNITED STATES OF AMERICA  BY _____ (Signature of Contracting Officer)		16C. DATE SIGNED  26-Sep-2014	

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

**SUMMARY OF CHANGES**

SECTION SF 30 - BLOCK 14 CONTINUATION PAGE

The following have been deleted:

SUMMARY OF CHANGES

SUMMARY OF CHANGES P00014

SECTION A - SOLICITATION/CONTRACT FORM

The total cost of this contract was increased by (b)(4) from (b)(4) 7 to (b)(4)

SECTION B - SUPPLIES OR SERVICES AND PRICES

CLIN 3009

The option status has changed from Option to Option Exercised.

SUBCLIN 3009AB is added as follows:

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
3009AB FFP		1	Lot	(b)(4)	(b)(4)
EXERCISED OPTION	<p>Lot 1 Spares - Attachment 12</p> <p>Part Number, Description, Quantity: #102357 PCB POWERBOARD R6000, Qty 1; #102376 PCB EMERGENCY POWER, Qty 1; #102758 PCB DIGITAL INTERFACE RANGER, Qty 1; #103369 PCB SWITCH GUEST, Qty 2, #103392 PCB SENSOR CURRENT, Qty 1; #103837 PCB OIL PRESSURE SENSOR, Qty 1; #104479 PCB BOARD EMERGENCY STROBE, Qty 1; #151437 PCB MAIN POWER SWITCH R600, Qty 1, #152407 ASSY RELEASE SOLENOID R600, Qty 1; #152482 CABLE PENCIL BEAM TO FRONT END CAP R600, Qty 1; #152675 ASSY PRESSURE COMPENSATOR R600, Qty 1; #155842 CABLE ETHERNET TO ETHERNET R600, Qty 1; #156103 ASSY CABLE INTERFACE HIPAP, Qty 1; #156309 ASSY TRANSDUCER HF UPPER R600, Qty 1; #102065-1 PCB DSP VEHICLE, Qty 1; #103471-2 AFT FIN TAIL REMUS 600 BLACK, Qty 4; #103583-3 PCB KEARFOTT PS +5V/15W; +12/30W, Qty 1; #104398-1 PCB BATTERY SERIAL INTERFACE, Qty 1; #152561-6 SENSOR C-T PCB &amp; SENSOR CT SENSOR, Qty 1; #21-051 SEAL SHAFT 5/8," Qty 4; #25-017 O-RING 2-017 BUNA, Qty 10; #25-036 O-RING 2-036 BUNA N, Qty 10; #25-110 O-RING 2-110 BUNA N, Qty 10; #25-130 O-RING 2-130 BUNA N, Qty 10, #25-161 O-RING 2-161 BUNA N, Qty 10; #25-167 O-RING 2-167 BUNA N, Qty 10; #25-173 O-RING 2-173 BUNA N, Qty 10; #25-256 O-RING 2-256 BUNA N, Qty 10; #25-260 O-RING 2-260 BUNA N, Qty 10; #25-277 O-RING 2-277 BUNA N, Qty 16; #55-130 DIODE 120A 100V 123NQ100, Qty 4; #60-033 AMPLIFIER GPS 30DB A11T- BDC-SF, Qty 1; #60-051 AMPLIFIER RFLINX 2400CAE-1W, Qty 4; #60-138 SENSOR GPS RECEIVER GARMIN GPS 15XH w/CABLE 325-00118-01, Qty 1; #70-029 HUB 8 PORT FS108, Qty 2; #70-125 SOLID STATE DRIVE 128GB SATA ENCRYPTED STONEWOOD ECLYPT, Qty 1; #75-029 PACK BATTERY 15V, Qty 5; #151572 ASSY BATTERY PACK TRANSPONDER LOW FREQUENCY, Qty 6; #155273 CCA-FW PCB DSP LF RANGER-CONSOLE-ACOMMS, Qty 1; #155298 CCA-FW DSP LF CONSOLE-ACOMMS BENTHOS HYBRID, Qty 1; #155804 KIT WORKSTATION KUTI MISSION PLANNER LBS-AUV, Qty 1; #08-195 CABLE COAX 3'N-MALE TO N-MALE, Qty 1; #103064-2 PCB MICRO MODEM INTERFACE, Qty 1; #104352-3 PCB LF CARRIER BOARD VEHICLE &amp; CONSOLE WITH RESONXDCR, Qty 1; #60-157 AIRGUARD WIRELESS ACCESS POINT 3e-525A-3, Qty 1; #70-031 SERVER 16 PORT 100 - 240 VAC, Qty 1; #70-033 SUPPLY POWER 85A 40 VDC, Qty 1; #70-116 SWITCH 16 PORT 10/100/1000 ETHERNET RAC, Qty 1; #74-007 UPS 3000 VA SERIES 9, Qty 1; #75-065 POE INJECTOR, Qty 1; #75-066 SUPPLY LOS RF, Qty 1; #94-263 ANTENNA 2.4GHZ OMNIDIRECTIONAL HG2415U-PRO, Qty 1; #21-201 SPRING AIR Y1-1B7-540 ENIDINE, Qty 4; #21-535 BREATHER DESICCANT, Qty 10; #157364 KIT PROCESSOR PAYLOAD, Qty 1</p> <p>FOB: Destination</p> <p>NSN: 58951000000789</p> <p>PR Number: 1300452814</p>				
	ACRN: BW Funded Amount:	(b)(4)			

SUBCLIN 3009AC is added as follows:

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
3009AC FFP		1	Lot	(b)(4)	(b)(4)
EXERCISED OPTION	Lot 2 Spares - Attachment 12 Part Number, Description, Quantity: #151897-1 ASSY CONSOLE SHIPBOARD COMMUNICATIONS LF, Qty 1; #156554 ASSY MOLDED RF LOS ANTENNA, Qty 3; #104414-2 ASSY EMERGENCY FLASHER R600 ORANGE YEL, Qty 2; #152470-1 ASSEMBLY MOLDED GPS L1L2 IRIDIUM WIFI ANTENNA ORANGE, Qty 4; #150518 PCB MICRO-MODEM 1.3, Qty 1; #155918 ASSY HARD DRIVE MAIN ELECTRONICS R600, Qty 1; #157366 KIT FPGA PROGRAMMED NAVP, Qty 1; #60-038 SENSOR PRESSURE 0 TO 1000 PSIA, Qty 1; #60-149 MODEM NAL RESEARCH CORP A3LA-XM IRIDIUM WITH HOUSING, Qty 3; #70-041 PCB CPU PC/104 44-PIN EIDE, Qty 1; #156063 ASSY ELECTRONICS SHIPBOARD UNIT RF LOS, Qty 1; #103064-1 PCB MICRO MODEM INTERFACE, Qty 1; #154100 CYLINDER DOCKING HEAD 2.0 X 8.74 LARS, Qty 1; #154149 WELDMENT REMOTE CONTROL CONSOLE PEDESTAL, Qty 1 FOB: Destination NSN: 58951000000789 PR Number: 1300452814				
	ACRN: BW Funded Amount: (b)(4)				

SUBCLIN 3009AD is added as follows:

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
3009AD FFP		1	Lot	(b)(4)	(b)(4)
EXERCISED OPTION	Lot 3 Spares - Attachment 12 Lot 3: PN 155844-1 (was 155844 ) ASSY UPGRADE NAV P KEARFOTT ENCRYPTED R600, Qty 1 FOB: Destination NSN: 58951000000789 PR Number: 1300452814				
	ACRN: BW Funded Amount: (b)(4)				

#### SECTION E - INSPECTION AND ACCEPTANCE

The following Acceptance/Inspection Schedule was added for SUBCLIN 3009AB:

INSPECT AT	INSPECT BY	ACCEPT AT	ACCEPT BY
N/A	N/A	N/A	Government

The following Acceptance/Inspection Schedule was added for SUBCLIN 3009AC:

INSPECT AT	INSPECT BY	ACCEPT AT	ACCEPT BY
N/A	N/A	N/A	Government

The following Acceptance/Inspection Schedule was added for SUBCLIN 3009AD:

INSPECT AT	INSPECT BY	ACCEPT AT	ACCEPT BY
N/A	N/A	N/A	Government

## SECTION F - DELIVERIES OR PERFORMANCE

The following Delivery Schedule item has been added to SUBCLIN 3009AB:

DELIVERY DATE	QUANTITY	SHIP TO ADDRESS	UIC
01-DEC-2014	1	NAVAL OCEANOGRAPHIC OFFICE (b)(6) ROOM 78 NASA STENNIS SPACE CENTER 1002 BALCH BLVD. STENNIS SPACE CENTER MS 39522 228-689-8386 FOB: Destination	N62306

The following Delivery Schedule item has been added to SUBCLIN 3009AC:

DELIVERY DATE	QUANTITY	SHIP TO ADDRESS	UIC
05-FEB-2015	1	NAVAL OCEANOGRAPHIC OFFICE (b)(6) ROOM 78 NASA STENNIS SPACE CENTER 1002 BALCH BLVD. STENNIS SPACE CENTER MS 39522 228-689-8386 FOB: Destination	N62306

The following Delivery Schedule item has been added to SUBCLIN 3009AD:

DELIVERY DATE	QUANTITY	SHIP TO ADDRESS	UIC
26-MAR-2015	1	NAVAL OCEANOGRAPHIC OFFICE (b)(6) ROOM 78 NASA STENNIS SPACE CENTER 1002 BALCH BLVD. STENNIS SPACE CENTER MS 39522 228-689-8386 FOB: Destination	N62306

## SECTION G - CONTRACT ADMINISTRATION DATA

Accounting and Appropriation

Summary for the Payment Office

As a result of this modification, the total funded amount for this document was increased by (b)(4) from (b)(4) to (b)(4).

SUBCLIN 3009AB:

Funding on SUBCLIN 3009AB is initiated as follows:

ACRN: BW

CIN: 130045281400001

Acctng Data: 1741810 M8JC 310 00039 0 050120 2D 000000

Increase: (b)(4)

Total: (b)(4)

Cost Code: A00002489043

**SUBCLIN 3009AC:**

Funding on SUBCLIN 3009AC is initiated as follows:

ACRN: BW

CIN: 130045281400002

Acctng Data: 1741810 M8JC 310 00039 0 050120 2D 000000

Increase: (b)(4)

Total: (b)(4)

Cost Code: A00002489043

**SUBCLIN 3009AD:**

Funding on SUBCLIN 3009AD is initiated as follows:

ACRN: BW

CIN: 130045281400003

Acctng Data: 1741810 M8JC 310 00039 0 050120 2D 000000

Increase: (b)(4)

Total: (b)(4)

Cost Code: A00002489043

The following have been modified:

**G-306 DESIGNATION OF CONTRACTING OFFICER'S REPRESENTATIVE (MAR 2006)**

(a) The Contracting Officer hereby appoints the following individual as Contracting Officer's Representative(s) (COR) for this contract:

**CONTRACTING OFFICER REPRESENTATIVE**

Name: (b)(6)

Code: PMW 120

Address: 4301 Pacific Highway, OT-1 San Diego CA 92110

Phone Number: 619-221-7671

E-mail: (b)(6)

(b) It is emphasized that only the Contracting Officer has the authority to modify the terms of the contract, therefore, in no event will any understanding agreement, modification, change order, or other matter deviating from the terms of the basic contract between the Contractor and any other person be effective or binding on the Government. When/If, in the opinion of the Contractor, an effort outside the existing scope of the contract is requested, the Contractor shall promptly notify the PCO in writing. No action shall be taken by the Contractor unless the Procuring Contracting Officer (PCO) or the Administrative Contracting Officer (ACO) has issued a contractual change.

(End of clause)

## SECTION J - LIST OF DOCUMENTS, EXHIBITS AND OTHER ATTACHMENTS

The following have been modified:

### SECTION J - LIST OF DOCUMENTS, EXHIBITS, AND OTHER ATTACHMENTS

#### **Exhibits:**

Exhibit A – Contract Data Requirements List (CDRL) A001 through A072, Version 1.3, dated 21 May 2012

#### **Attachments:**

Attachment 1 – LBS-AUV Statement of Work (SOW), Version 1.7, dated 14 June 2013

Attachment 2 – LBS-AUV System Performance Specification (SPS), Version 1.6, dated 27 June 2013

Attachment 3 – DD Form 254, Security Classification, dated 23 October 2012

Attachment 4 – CLIN/SOW Matrix

Attachment 5 – Small Business Plan, revised 12 November 2010

Attachment 6 – Allotment of Funds, dated 21 April 2014

Attachment 7 – Hydroid's End User License Agreement (EULA), dated 23 December 2011

Attachment 8 – Spares List (CLIN 1009), dated 16 October 2012

Attachment 9 – Consolidated Sections 5 through 7 of Hydroid Cost Proposals for BCR 14 through BCR 23, dated 27 August 2013

Attachment 10 – Technical Direction Letters (TDLs)

- a. TDL 14-002 Rev 1 (CLINs 3011 and 3013)
- b. TDL 14-003 Rev 1 (CLIN 3010)

Attachment 11 – Spares List (CLIN 3009AA), dated 1 May 2014

Attachment 12 – Spares List (CLIN 3009 AB, AC, and AD), dated 19 June 2014

(End of Summary of Changes)